

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF NORTH CAROLINA
Civil Action No.: 1:24-CV-00710-WO-JLW**

UNITED STATES OF AMERICA;
STATE OF NORTH CAROLINA;
STATE OF CALIFORNIA; STATE
OF COLORADO; STATE OF
CONNECTICUT; STATE OF
ILLINOIS; COMMONWEALTH OF
MASSACHUSETTS; STATE OF
MINNESOTA; STATE OF OREGON;
and STATE OF TENNESSEE,

Plaintiffs,

v.

REALPAGE, INC.; CAMDEN
PROPERTY TRUST; CORTLAND
MANAGEMENT, LLC; CUSHMAN &
WAKEFIELD, INC.; GREYSTAR
REAL ESTATE PARTNERS, LLC;
LIVCOR, LLC; PINNACLE
PROPERTY MANAGEMENT
SERVICES, LLC; and WILLOW
BRIDGE PROPERTY COMPANY, LLC

Defendants.

**DEFENDANTS CUSHMAN & WAKEFIELD, INC. AND PINNACLE PROPERTY
MANAGEMENT SERVICES, LLC'S MOTION TO DISMISS PLAINTIFFS'
AMENDED COMPLAINT UNDER RULES 12(b)(2), (3), and (6)**

ORAL ARGUMENT REQUESTED

Defendants Cushman & Wakefield, Inc. ("C&W") and Pinnacle Property Management Services, LLC ("Pinnacle") move the Court to dismiss Plaintiffs' Amended Complaint with prejudice under Federal Rules of Civil Procedure 12(b)(2), (3), and (6) for lack of personal jurisdiction, improper venue, and failure to state a claim upon which relief can be granted.

As more fully set forth in Defendants' brief, the grounds for this Motion are as follows:

1. The Court should dismiss Plaintiffs' claims for lack of personal jurisdiction over C&W, a New York corporation with its principal place of business in Illinois that does not have contacts with the forum and did not engage in conduct in the forum giving rise to the claims. C&W does not operate in North Carolina and is not registered with the North Carolina Secretary of State.

2. The Court should dismiss Plaintiffs' claims against C&W for improper venue because the Amended Complaint does not allege C&W engaged in the challenged conduct in this district.

3. The Court should dismiss Plaintiffs' Sherman Act § 1 claims against C&W under Federal Rule of Civil Procedure 12(b)(6) because the Amended Complaint fails to plead any

allegations specific to C&W.

4. The Court should dismiss Plaintiffs' Sherman Act § 1 claims against C&W and Pinnacle because the Amended Complaint depends on impermissible group pleading that does not attribute conduct specifically to Defendants.

5. The Court should dismiss Plaintiffs' Sherman Act § 1 claims against C&W and Pinnacle because the Amended Complaint does not plausibly allege a conspiracy between C&W and Pinnacle and any other Defendant.

6. The Court should dismiss Plaintiffs' Sherman Act § 1 claims against C&W and Pinnacle because the Amended Complaint fails to allege anticompetitive effects.

7. The Court should dismiss Plaintiffs' state-law claims against C&W and Pinnacle because they are based on the same conduct and therefore fail for the same reasons as the Sherman Act claims.

WHEREFORE, C&W and Pinnacle respectfully move the Court to dismiss Plaintiffs' Amended Complaint with prejudice.

Respectfully submitted this 10th day of April 2025.

/s/ Kenneth Reinker

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CERTIFICATE OF SERVICE

This is to certify that on April 10, 2025, a copy of the foregoing was filed with the Clerk of Court using the CM/ECF system which will send notification of such filing to all counsel of record.

/s/Aaron J. Horner
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